

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
)	
W. R. GRACE & CO., et al.)	Chapter 11
)	
Debtors.)	Case No. 01-01139 (JKF)
<hr/>)	(Jointly Administered)
)	
W.R. GRACE & CO., et al.,)	
)	
Plaintiffs,)	
)	
v.)	Adversary No. A-01-771
)	
MARGARET CHAKARIAN, et al.,)	
And John Does 1-1000,)	
)	
Defendants.)	

**DEBTORS' MOTION FOR AN EXPEDITED HEARING ON AND TO SHORTEN
NOTICE PERIOD OF DEBTORS' MOTION REQUESTING AN ORDER (i) TO SHOW
CAUSE WHY COUNSEL FOR EVANS IS NOT IN CONTEMPT OF COURT FOR
REFUSING TO REFRAIN FROM PROSECUTING A PROHIBITED ACTION
AGAINST DEBTORS' AFFILIATES AND (ii) EXTENDING THE SCOPE OF THE
AUTOMATIC STAY AND THE PRELIMINARY INJUNCTION**

The above-captioned debtors and debtors in possession (the “Debtors”)¹ hereby move this Court (the “Motion to Expedite”) pursuant to Rule 9006(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Del. Bankr. LR 9006-1(e), and section 102 of title 11 of the United States Code (as amended, the “Bankruptcy Code”), for an Order scheduling an expedited hearing on and shortening the notice period with respect to the *Debtors’ Motion Requesting an Order (i) To Show Cause Why Counsel For Evans Is Not In Contempt of Court By Refusing Not To Refrain from Prosecuting This Action and (ii) Applying and Extending the Scope of the Automatic Stay and Preliminary Injunction* (the “Motion for Order to Show Cause”). The Motion for Order to Show Cause is being filed concurrently herewith.

Del. Bankr. LR 9006-1(e) provides that the parties shall give at least fifteen (15) days notice of the Motion for Order to Show Cause. The Order Establishing Case Management Procedures and Hearing Schedule (the “Case Management Order”) entered by the Court in this case requires thirty-two (32) days notice (thirty-five (35) if service by mail) of the Motion for

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food & Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, and H-G Coal Company.

Order to Show Cause. Bankruptcy Rule 9006(c), however, provides that when an act is required to be done within a specified time by the Bankruptcy Rules “the court for cause shown may in its discretion with or without motion or notice order the period reduced.” Similarly, Del.Bankr.LR 9006-1(e) provides in pertinent part that “no motion will be scheduled on less notice than required by these Rules or the Fed. R. Bankr. P. except by Order of the Court, on written motion . . . specifying the exigencies justifying shortened notice.” Accordingly, the Debtors file this Motion to Expedite seeking an Order of this Court scheduling an expedited hearing on the Motion for Order to Show Cause and shortening the notice period prescribed by Del. Bankr. LR 9006-1 (c) and the Case Management Order to enable the Debtors to have the Motion for Order to Show Cause heard at such expedited hearing.

By the Motion for Order to Show Cause, the Debtors seek: (1) to require plaintiffs’ counsel in the suit filed in the District of Massachusetts entitled Evans v. Akers at al., Civil Action No. 04 11380 WGY (the “Evans Complaint”) to show cause for why they are not in contempt of the Preliminary Injunction if they refuse to cease prosecution of the Evans Complaint against Grace’s Directors and Employees; (2) to affirm that the automatic stay applies or to extend the automatic stay to the Evans’ plaintiffs’ claims against Grace’s Directors and Employees; (3) to affirm that prosecution of the Evans suit against the Grace’s Directors and Employees would violate this Court’s January 22, 2002 Modified Preliminary Injunction; (4) to extend the existing Preliminary Injunction to cover the Evans’ plaintiffs’ claims against defendants Fidelity Management Trust Company and State Street Bank & Trust Company; (5) to enjoin prosecution of the Evans Complaint and to order the Evans plaintiffs’ counsel to cease prosecution of the Evans Complaint against all defendants; and (6) to require plaintiffs’ counsel to reimburse the Debtors for all costs associated with the Motion for Order to Show Cause.

It is critical to have the Motion for Order to Show Cause heard as soon as possible for, among other things, the following reasons:

(1) The Evans Complaint has been served on at least four defendants. The deadline for two of those defendants to respond to the complaint is rapidly approaching, and may be as early as August 13. Because the Preliminary Injunction plainly applies to plaintiffs' claims, and because the automatic stay should be extended to apply to plaintiffs' claims, it should not be necessary for any defendant to incur the costs necessary to retain counsel and to respond to the Evans Complaint. Yet because plaintiffs have refused to refrain from prosecuting, defendants will be forced to answer the Complaint unless this Court acts quickly.

(2) Two of the served defendants -- Fidelity and State Street -- have written contractual indemnities from Grace. Those two defendants have retained counsel to represent their interests in the Evans suit. Because of the Evans' plaintiffs' refusal to confirm that they will refrain from prosecuting the suit, Fidelity's counsel and State Street's counsel have incurred costs which they will almost certainly ask Grace to reimburse under the indemnity agreements.

(3) Grace's Directors will be forced to retain counsel imminently. Grace's By-Laws require Grace to indemnify its Directors.

In light of the above facts and circumstances, the Debtors respectfully request that the Court schedule an expedited hearing on the Motion for Order to Show Cause. Additionally, the Debtors respectfully request that the Court establish an objection deadline consistent with such expedited hearing.

Notice of this Motion and the Motion for Order to Show Cause will be served by hand delivery or overnight mail on counsel to the plaintiffs in the Evans Complaint and all parties that have requested such notice pursuant to Bankruptcy Rule 2002 ("Notice Parties"). If

the Court grants the Motion, the Debtors will serve notice of the expedited hearing date and objection deadline established by the Court on the Notice Parties.

WHEREFORE, the Debtors respectfully request the entry of an Order: (i) shortening the notice period with respect to the Motion for Order to Show Cause, (ii) scheduling an expedited hearing on the Motion for Order to Show Cause, (iii) establishing an objection deadline consistent with such expedited hearing, and (iv) granting such other relief as is just and proper.

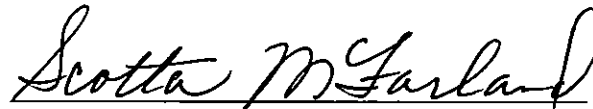
Dated: August 9, 2004

Respectfully submitted:

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
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W. R. GRACE & CO., et al.)	Chapter 11
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Debtors.)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
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W.R. GRACE & CO., et al.,)	
)	
Plaintiffs,)	
)	
v.)	Adversary No. A-01-771
)	
MARGARET CHAKARIAN, et al.,)	
And John Does 1-1000,)	
)	
Defendants.)	

**ORDER GRANTING DEBTORS' MOTION TO
SHORTEN NOTICE AND FOR EXPEDITED HEARING**

Upon the motion (the "Motion to Expedite")¹, dated August 9, 2004, of the Debtors for entry of an order under Fed. R. Bankr. P. 9006 and Local Rule 9006-1(e) providing that the notice period be shortened with respect to the Motion Requesting an Order (i) to Show Cause Why Counsel for Evans is Not In Contempt Of Court for Refusing to Refrain from Prosecuting A Prohibited Action Against Debtors' Affiliates, and (ii) Extending The Scope Of The Preliminary Injunction (the "Motion for Order to Show Cause"); and this Court having determined that granting the relief requested in the Motion to Expedite is in the best interests of

¹ Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the Motion.

the Debtors, their estates, creditors, and other parties in interest; and after due deliberation thereon; and good and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion to Expedite is GRANTED.
2. A hearing on the Motion for Order to Show Cause shall be held on August __, 2004 at __:00 a.m./p.m.
3. Objections to the Motion for Order to Show Cause shall be filed and served on Debtors' counsel by no later than August ____, 2004 at ____ a.m./p.m.

Dated: August __, 2004

Honorable Judith K. Fitzgerald
United States Bankruptcy Judge

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Special Service List for 8/9/04
Case No. 01-1139
Document No. 98201
06 - Overnight Delivery

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Case No. 01-1139 (JKF)
Document Number: 98194
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14 – Overnight Delivery

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Case No. 01-1139 (JKF)
Doc. No. 49126
034- Hand Delivery
020 - Express Mail
001 -- Foreign Overnight Delivery
191 - Overnight Delivery

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